

**INTERNAL REVIEW PROTOCOL – POLICIES AND GUIDELINES**

**SECTION:** Basic Policy

**POLICY NUMBER:** AP 16

**INITIAL DATE PREPARED:** March 4, 2003

**LAST DATE REVISED:**

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**I. PURPOSE**

To assure compliance with all applicable laws and regulations as well as efficiency, productivity and compliance with sound business practices in all Port operations, as set forth in Port Resolution No. 03068 (March 4, 2003).

**II. POLICY**

It is the policy of the Port of Oakland to examine from time to time its various divisions, departments and functions by way of internal review to evaluate performance of personnel and to implement any appropriate measures to enhance, improve or correct performance consistent with legal, business and operational needs and requirements.

**III. GUIDELINES AND CONDITIONS**

**A. Commencement of Internal Review**

1. The Port Internal Auditor shall undertake review of Port operations as directed by the Board of Port Commissioners or the Executive Director as the designated representative of the Board. Prior to commencement of the review, the Auditor shall consult with the Port Attorney to determine whether there are legal requirements or needs that the review be conducted under the direction of the Port Attorney due to existing or potential litigation, in order to preserve any attorney-client confidentiality or attorney work product as may be appropriate and as allowed by law.

**B. Conduct of Internal Review**

1. The review is conducted in order to assist the Board of Port Commissioners and Port Management in evaluating the performance of Port personnel in the various Port divisions, departments and functions. In order to assure candor on the part of all participants and to assure full and unqualified access to information and candid disclosures to the Auditor, the contents of the review and its working papers will be kept confidential to the extent permitted by law.

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2. Notwithstanding the confidential nature of the review, the Port reserves its right to take any appropriate corrective action, including any personnel or disciplinary action necessary to respond to facts, conditions or performance discovered in the course of the review.

**C. Internal Review Reports**

1. Upon completion of the review process, the Port Internal Auditor shall prepare a preliminary draft report referred to as “AP 16 Internal Personnel Report” for discussions with Port management and the Audit Budget Finance Committee. Thereafter, the Committee shall authorize preparation of a final draft AP 16 Internal Personnel Report (AP 16 report). After approval of the final draft AP 16 report by the Committee, it shall be submitted to the Board of Port Commissioners for acceptance at a duly noticed meeting of the Board.
2. During the course of the review, if there is any attorney-client, attorney work product or other privileged confidential information or material covered by the review or any part of the review process, such information or material shall be maintained in a separate report to the Port Attorney marked “confidential” and will not appear in the AP 16 report. Notwithstanding any other provision in this policy, at the direction of the Port attorney, any report or review may be delivered orally to the Audit Budget Finance Committee or to the Board under conditions determined by the Port Attorney to be appropriate, including oral delivery in closed session.
3. Preliminary drafts, notes and memoranda utilized in preparation of the AP 16 report are not maintained in the due course of business of the Port and the public interest in obtaining candid disclosures in furtherance of the integrity of the review process that outweighs any public interest in their disclosure. Such preliminary drafts, notes and memoranda are to be discarded to the extent they were working documents, unless retention is required by law, or they were needed for official duties and were made with intent to preserve informational content for future reference.
4. Preliminary or final AP 16 reports may be discussed in closed session in conjunction with, and as relevant to, closed session evaluation of performance of the Port employee responsible for the division, department or function which is the subject of

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the review, or any other Port employee as to whose performance evaluation the report is relevant. Reports marked “confidential” may be discussed by the Port Attorney with the Board in closed session as allowed by law.

5. AP 16 reports after acceptance by the Board shall be filed with the Secretary of the Board, who shall maintain them by date in the order received. Upon request, copies shall be made available to the public, provided, however, any AP 16 reports prepared under the direction of the Port Attorney pursuant to Section III.A.1 herein shall be filed with the Port Attorney under conditions of confidentiality as allowed by law.